



23130-D  
RECORDATION NO. \_\_\_\_\_ FILED

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SURFACE TRANSPORTATION BOARD

July 28, 2011

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

Dear Chief:

Please find attached one (1) copy of the Complete Release dated August 16, 2011 between the following parties.

U S Bancorp Equipment Finance, Inc.  
13010 SW 68<sup>th</sup> Parkway, Suite 100  
Portland, OR 97223

The David J Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Weyerhaeuser Company  
412 East Lockesburg Street  
DeQueen, AR 71832

This filing is to appear in the index as follows: Complete Release dated August 16, 2011 related to sixty (60) railcars bearing reporting marks TOE 1335 – 1394, inclusive

Please file this as a secondary document under Recordation Number 23130-D as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 23130 through 23130-C. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie Woodard  
Documentation Coordinator

Rail Equipment Group

300 Pike Street  
Cincinnati, OH 45202-4214  
Phone (513) 419-6200  
Fax (513) 419-6221

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**COMPLETE RELEASE****SURFACE TRANSPORTATION BOARD**

This Complete Release is dated as of August 16, 2011 and executed by The David J. Joseph Company (f/k/a Joseph Transportation Services, Inc.), a Delaware corporation ("Joseph") as owner of the equipment described herein.

WHEREAS, Joseph and Weyerhaeuser Company ("Lessee") were parties to a Lease pursuant to which Lessee leased the railroad cars identified on Exhibit A hereto ("Railcars") from Joseph for a set term ("Lease"); and

WHEREAS, Joseph and Lessee memorialized the Lease by filing a Memorandum of Lease between Joseph and Lessee with the Surface Transportation Board ("STB") and assigned recordation number 23130; and

WHEREAS, Joseph and US Bancorp Equipment Finance (f/k/a Star Bank N.A. and Firststar Equipment Finance), ("USB") were parties to a Purchase and Sale Agreement (the "Agreement") pursuant to which (a) USB purchased the Railcars, (b) Joseph assigned the Lease to USB, and (c) USB granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars; and

WHEREAS, Joseph and USB memorialized the Agreement of record by filing a Memorandum of Assignment and Assumption Agreement between Joseph and USB (the "Memorandum of Assignment and Assumption Agreement") with the STB; and

WHEREAS, the Memorandum of Assignment and Assumption Agreement was recorded with the STB and assigned recordation number 23130-A; and

WHEREAS, a Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 23130-B;

WHEREAS, Joseph repurchased the Railcars from USB and USB re-assigned the Lease with the Railcars attached to Joseph;

WHEREAS, a Memorandum of Assignment and Assumption Agreement for such re-assignment was recorded with the STB and assigned recordation number 23130-C.

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, Joseph states as follows:

1. The Memorandum of Lease bearing recordation number 23130 is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Lease.

2. The Memorandum of Assignment and Assumption Agreement bearing recordation number 23130-A is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Assignment and Assumption Agreement.

3. The Memorandum of Options, Rights of First Refusal and Remarketing Rights bearing recordation number 23130-B is hereby terminated. The parties hereby (a) release all rights, interests or claims

to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.

4. The Memorandum of Assignment and Assumption Agreement bearing recordation number 23130-C is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Assignment and Assumption Agreement.

5. The parties desire to execute this Release for purposes of memorializing of record the agreements set forth herein.

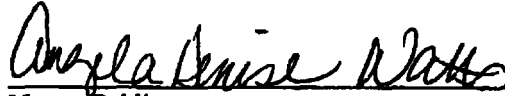
IN WITNESS WHEREOF, the party listed below as owner of the Railcars has caused this Release to be duly executed by its respective officer duly authorized as of the date and year first above written.

**THE DAVID J. JOSEPH COMPANY**

By: Kelly C. Poellein  
Title: VP Finance, Brokerage  
Date: August 16, 2011

State of        OHIO        )  
County of     HAMILTON    ) ss

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of August, 2011 by Kelly C. Poellein, the Vice President, Finance – Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.



Notary Public

My Commission Has No Expiration

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147 03 O.R.C.

**EXHIBIT A**

**RAILCARS: Sixty (60) Railcars bearing reporting marks:**

**TOE 1335-1394, inclusive**